

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	<b>Chapter 11</b>
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CRABTREE & EVELYN, LTD.,	:	<b>Case No. 09-14267 (BRL)</b>
	:	
Debtor.	:	
	:	
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**ORDER PURSUANT TO SECTIONS 105(a), 342(a), AND 521(a)(1) OF THE  
BANKRUPTCY CODE, BANKRUPTCY RULES 1007(a) AND 2002(a), (f),  
AND (l) AND LOCAL BANKRUPTCY RULE 1007-1 FOR (I) WAIVER OF  
REQUIREMENT TO FILE LIST OF CREDITORS AND EQUITY SECURITY  
HOLDERS AND (II) AUTHORITY TO ESTABLISH PROCEDURES FOR NOTIFYING  
CREDITORS OF THE COMMENCEMENT OF THE DEBTOR'S CHAPTER 11 CASE**

Upon the motion, dated July 1, 2009 (the "Motion"),<sup>1</sup> of Crabtree & Evelyn, Ltd., as debtor and debtor in possession (the "Debtor"),<sup>2</sup> pursuant to sections 105(a), 342(a), and 521(a)(1) of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 1007(a), 2002(a), (f), and (l) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), Rule 1007-1 of the Local Bankruptcy Rules for the Southern District of New York (the "Local Rules"), and General Orders M-133, M-137, M-138, and M-192 (the "Standing Orders"), requesting authorization for waiver of the requirement for filing a list of creditors and for authority to establish procedures for notifying creditors of the commencement of this chapter 11 case, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.); and

<sup>1</sup> Capitalized terms used but not defined herein shall have the respective meanings ascribed to them in the Motion.

<sup>2</sup> The last four digits of the Debtor's federal tax identification number are 1685.

consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to (i) the Office of the United States Trustee for the Southern District of New York (Attn: Serene Nakano, Esq.), (ii) SilvermanAcampora LLP, 100 Jericho Quadrangle, Suite 300, Jericho, New York 11753 (Attn: Ronald J. Friedman, Esq.) as counsel for Kuala Lumpur Kepong Berhad, the Debtor's prepetition lender and proposed postpetition lender, and (iii) the Debtor's 40 largest unsecured creditors, and it appearing that no other or further notice need be provided; and the Court having determined that the relief requested in the Motion being in the best interests of the Debtor, its creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Motion is granted to the extent provided herein; and it is further

ORDERED that the requirement under section 521(a)(1) of the Bankruptcy Code, Bankruptcy Rule 1007(a)(1), Local Rule 1007-1, and the Standing Orders that the Debtor file a list of creditors with the Court is waived; and it is further

ORDERED that, as soon as practicable after entry of an order granting the relief requested herein, the Debtor shall furnish the list of creditors to Epiq Bankruptcy Solutions LLC (the "Notice and Claims Agent"), subject to the Court's authorization to engage the Notice and Claims Agent; and it is further

ORDERED that the Debtor, with the assistance of its Notice and Claims Agent, is directed to mail notice of the commencement of this chapter 11 case and of the meeting of

creditors to be held pursuant to section 341 of the Bankruptcy Code (the “Notice of Commencement”) to all parties on the Debtor’s list of creditors; and it is further

ORDERED that the form of Notice of Commencement annexed hereto as **Exhibit A** is approved; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order; and it is further

ORDERED that notice of the Motion as provided herein shall be deemed good and sufficient notice of such Motion.

Dated: July 2, 2009  
New York, New York

/s/Burton R. Lifland  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT A**

**NOTICE OF COMMENCEMENT**

<b>UNITED STATES BANKRUPTCY COURT, SOUTHERN DISTRICT OF NEW YORK</b>		
<b>In re:</b> <b>CRABTREE &amp; EVELYN, LTD.,</b> <b>Debtor.</b>	<b>Chapter 11 Case No:</b> <b>09-14267 (BRL)</b>	
<b>NOTICE OF CHAPTER 11 BANKRUPTCY CASE, MEETING OF CREDITORS, AND DEADLINES</b>		
<p>A chapter 11 bankruptcy case concerning the debtor listed below was filed on July 1, 2009. You may be a creditor of the debtor. <b>This notice lists important deadlines.</b> You may want to consult an attorney to protect your rights. All documents filed with the Court, including lists of the debtor's properties and debts, are available for inspection at the office of the clerk of the Bankruptcy Court and the Court's website, <a href="http://www.nysb.uscourts.gov">www.nysb.uscourts.gov</a>. Note that a PACER password is needed to access documents on the Court's website (a PACER password may be obtained by accessing the PACER website, <a href="http://pacer.psc.uscourts.gov">http://pacer.psc.uscourts.gov</a>).</p>		
Name of Debtor	Case Number	Tax Identification Number
Crabtree & Evelyn, Ltd.	09-14267 (BRL)	04-2481685
<b>OTHER NAMES USED BY THE DEBTOR IN THE PAST 8 YEARS:</b> Windham Manufacturing, Ltd.		
<b>Attorneys for Debtor and Debtor in Possession</b>		<b>DATE, TIME, AND LOCATION OF MEETING OF CREDITORS</b>
COOLEY GODWARD KRONISH LLP		PURSUANT TO BANKRUPTCY CODE SECTION 341(a)
1114 Avenue of the Americas New York, New York 10036 Telephone: (212) 479-6000 Facsimile: (212) 479-6275 Lawrence C. Gottlieb, Esq.		September 2, 2009 at 2:00 p.m. (prevailing Eastern Time) 80 Broad Street, Second Floor New York, New York 10004
<b>DEADLINE TO FILE A PROOF OF CLAIM</b>		
None at this time. When the Court sets a claims deadline, you will be notified and provided a proof of claim form by mail.		
<b>DEADLINE TO FILE A COMPLAINT TO DETERMINE DISCHARGEABILITY OF CERTAIN DEBTS</b>		
TBD		
<p style="text-align: center;"><b>CREDITORS MAY NOT TAKE CERTAIN ACTIONS</b></p> <p><b>IN MOST INSTANCES, THE FILING OF THE BANKRUPTCY CASE AUTOMATICALLY STAYS CERTAIN COLLECTION AND OTHER ACTIONS AGAINST THE DEBTOR AND THE DEBTOR'S PROPERTY. UNDER CERTAIN CIRCUMSTANCES, THE STAY MAY BE LIMITED TO 30 DAYS OR NOT EXIST AT ALL, ALTHOUGH THE DEBTOR CAN REQUEST THE COURT TO EXTEND OR IMPOSE A STAY. IF YOU ATTEMPT TO COLLECT A DEBT OR TAKE OTHER ACTION IN VIOLATION OF THE BANKRUPTCY CODE, YOU MAY BE PENALIZED. COMMON EXAMPLES OF PROHIBITED ACTIONS BY CREDITORS ARE CONTACTING THE DEBTOR TO DEMAND REPAYMENT, TAKING ACTION AGAINST THE DEBTOR TO COLLECT MONEY OWED TO CREDITORS OR TO TAKE PROPERTY OF THE DEBTOR, AND STARTING OR CONTINUING COLLECTION ACTIONS, FORECLOSURE ACTIONS, OR REPOSSESSIONS. CONSULT A LAWYER TO DETERMINE YOUR RIGHTS IN THIS CASE.</b></p>		

Filing of Chapter 11 Bankruptcy Case	A bankruptcy case under chapter 11 of the Bankruptcy Code (title 11, United States Code) has been filed in this Court by the debtor named above, and an order for relief has been entered. Chapter 11 allows a debtor to reorganize or liquidate pursuant to a plan. A plan is not effective unless confirmed by the court. You may be sent a copy of the plan and disclosure statement telling you about the plan, and you might have an opportunity to vote on the plan. You will be sent a notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the debtor's property and may continue to operate its business.
Legal Advice	The staff of the bankruptcy clerk's office or the United States Trustee's office cannot give legal advice. Consult a lawyer to determine your rights in this case.
Creditors Generally May Not Take Certain Actions	Prohibited collection actions are listed in Bankruptcy Code § 362. Common examples of prohibited actions include contacting the debtor by telephone, mail, or otherwise to demand repayment; taking actions to collect money or obtain property from the debtor; repossessing the debtor's property; and starting or continuing lawsuits or foreclosures. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the debtor can request the court to extend or impose a stay.
Meeting of Creditors	A meeting of creditors is scheduled for the date, time, and location listed above. <i>The debtor's representative must be present at the meeting to be questioned under oath by the trustee and by creditors.</i> Creditors are welcome to attend, but are not required to do so. The meeting may be continued and concluded at a later date without further notice. The court, after notice and a hearing, may order that the United States Trustee not convene the meeting if the debtor has filed a plan for which the debtor solicited acceptances before filing the case.
Notice	You will not receive notice of all documents filed in this chapter 11 case. On [____], 2009, the Court entered its Order Implementing Notice and Case Management Procedures (the "Notice Procedures Order"). The Notice Procedures Order describes the notice procedures that apply in this chapter 11 case. All parties who desire to participate in this chapter 11 case must follow the procedures set forth in the Notice Procedures Order. Parties can obtain a copy of the Notice Procedures Order and all other documents filed electronically with the Court in this case, including lists of the Debtor's property and debts, by: (i) contacting the Clerk of the Court at One Bowling Green, New York, New York 10004-1408, or (ii) accessing the Court's website at <a href="http://www.nysb.uscourts.gov">www.nysb.uscourts.gov</a> (note that a PACER ( <a href="http://www.pacer.psc.uscourts.gov">http://www.pacer.psc.uscourts.gov</a> ) password and login are needed to access documents on the Court's website).
Claims	Schedules of liabilities will be filed pursuant to Bankruptcy Rule 1007. Any creditor holding a scheduled claim that is not identified as disputed, contingent, or unliquidated as to amount may, but is not required to, file a proof of claim in this case. Creditors whose claims are not scheduled or whose claims are scheduled as disputed, contingent, or unliquidated as to amount and who desire to participate in this case or share in any distribution must file a proof of claim. A creditor who relies on the schedule of liabilities has the responsibility for determining that the claim is listed accurately. A form of proof of claim and notice of the deadline for filing such proof of claim will be sent to you later. A deadline for the last day for filing proofs of claim has not yet been established.
Discharge of Debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. <i>See</i> Bankruptcy Code § 1141(d). A discharge means that you may never try to collect the debt from the debtor, except as provided in the plan. If you believe that a debt owed to you is not dischargeable under Bankruptcy Code § 1141(d)(6)(A), you must start a lawsuit by filing a complaint in the bankruptcy clerk's office by the "Deadline to File a Complaint to Determine Dischargeability of Certain Debts" listed above. The bankruptcy clerk's office must receive the objection by the "Deadline to File a Complaint to Determine Dischargeability of Certain Debts" listed on the front side.
Bankruptcy Clerk's Office	Any paper that you file in this bankruptcy case should be filed at the bankruptcy clerk's office at the address listed on the front side. You may inspect all papers filed, including the list of the debtor's property and debts and the list of property claimed as exempt, at the bankruptcy clerk's office and the Court's Internet Website at <a href="http://www.nysb.uscourts.gov">www.nysb.uscourts.gov</a> .
Foreign Creditors	Consult a lawyer familiar with United States bankruptcy law if you have any questions regarding your rights in this case.
<div> <div>Address of the Clerk of the Bankruptcy Court Clerk of the United States Bankruptcy Court, One Bowling Green, New York, New York 10004</div> <div> For the Court: Clerk of the Bankruptcy Court Hours Open: 8:30 a.m. – 5:00 p.m. </div> </div>	
<b>Refer to the other side for Important Deadlines and Notices.</b>	